

BROWN RUDNICK LLP

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

| | | |
|--|---|--------------------------------|
| In re: |) | Chapter 15 Case |
| |) | |
| FAIRFIELD SENTRY LIMITED, et al., |) | Case No: 10-13164 (SMB) |
| |) | |
| Debtors in Foreign Proceedings. |) | Jointly Administered |
| |) | |
| FAIRFIELD SENTRY LTD. (IN LIQUIDATION), et al., |) | |
| |) | |
| Plaintiffs, |) | Adv. Pro. No. 10-03496 |
| -against- |) | |
| |) | |
| THEODOOR GGC AMSTERDAM, et al., |) | Administratively |
| |) | Consolidated |
| Defendants. |) | |
| |) | |

DECLARATION OF DAVID J. MOLTON
IN SUPPORT OF MOTION FOR LEAVE TO AMEND

I, David J. Molton, do hereby declare, under penalty of perjury under the laws of the United States of America, that the following is true and correct to the best of my knowledge and belief:

1. I am a member of the law firm of Brown Rudnick LLP, counsel for Kenneth Kryss and Charlotte Caulfield, (together, the “Liquidators” or “Foreign Representatives”), in their capacities as the duly appointed Liquidators and Foreign Representatives of Fairfield Sentry

Limited (In Liquidation) (“Sentry”), Fairfield Sigma Limited (In Liquidation), and Fairfield Lambda Limited (In Liquidation) (collectively, the “Fairfield Funds” or “Funds”). I submit this Declaration in support of Plaintiffs’ Motion for Leave to Amend (the “Motion”) filed in the above-captioned actions.

2. Attached as Exhibit A is a schedule of the proposed amended complaints that were filed in the actions prosecuted by the Liquidators in this Court following the July 27, 2016 status conference before the Court (the “Actions”). For each Action, Exhibit A includes the docket entry number of the corresponding proposed amended complaint and summarizes categories of amendments made to the complaint.

3. Attached as Exhibit B is a true and correct copy of the proposed amended complaint filed in Fairfield Sentry Limited et al. v. Citigroup Global Markets Limited et al., Adv. Pro. No. 11-02770 (Bankr. S.D.N.Y.), which contains proposed amendments including: (i) allegations concerning Citco’s lack of good faith; (ii) jurisdictional allegations concerning the use of correspondent U.S. bank accounts; (iii) changes to the wording of existing contract-based claims; (iv) changes to the wording of BVI statutory avoidance claims; and (v) allegations bearing on the issue of charging beneficial owners with the knowledge of record holders of redeemed shares, in connection with the issue of a redemption payment recipient’s lack of good faith in receiving the redemption.

4. Attached as Exhibit C is a true and correct copy of the proposed amended complaint filed in Fairfield Sentry Limited et al. v. Ching-Yang Huang et al., Adv. Pro. No. 11-01255 (Bankr. S.D.N.Y.), which contains proposed amendments including: (i) allegations concerning Citco’s lack of good faith; (ii) changes to the wording of existing contract-based

claims; (iii) jurisdictional allegations concerning the use of correspondent U.S. bank accounts; and (iv) changes to the wording of BVI statutory avoidance claims.

5. During the summer of 2014, pursuant to a subpoena served in the Chapter 15 case In re Fairfield Sentry Ltd., et al., Case No. 10-13164, the Liquidators received documents and materials concerning, *inter alia*, Citco's knowledge and conduct in connection with issuing statements concerning the Fairfield Funds' NAV, which provided the basis for the allegations in the proposed amended complaints concerning Citco's lack of good faith in giving certificates. The Liquidators did not have this information prior to their receipt of the subpoenaed materials.

Executed on October 21, 2016.

/s/ David J. Molton

DAVID J. MOLTON